STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING FORM 3 AMENDED REPORT								
APPLI	CATION FOR	PERMIT TO DRILL			1. WELL NAME and	d NUMBER Thurston 15-27-9-24		
2. TYPE OF WORK DRILL NEW WELL	REENTER P8	A WELL DEEPE	N WELL		3. FIELD OR WILD	CAT BONANZA		
4. TYPE OF WELL Gas We	ell Coalb	ed Methane Well: NO			5. UNIT or COMMU	JNITIZATION AGRE	EMENT NAME	
6. NAME OF OPERATOR	THURSTON ENER				7. OPERATOR PHO	ONE 214 704-3896		
8. ADDRESS OF OPERATOR 365 V	W. 50 N. Ste W-8	3, Vernal, UT, 84078			9. OPERATOR E-M	AIL on@thurstonenergy.c	com	
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) SL-0717250 C		11. MINERAL OWNE FEDERAL IND:	RSHIP IAN STATE (FEE	12. SURFACE OWN		FEE	
13. NAME OF SURFACE OWNER (if box 12	= 'fee')				14. SURFACE OWN	IER PHONE (if box	12 = 'fee')	
15. ADDRESS OF SURFACE OWNER (if box	12 = 'fee')			<u> </u>	16. SURFACE OWN	IER E-MAIL (if box	12 = 'fee')	
17. INDIAN ALLOTTEE OR TRIBE NAME		18. INTEND TO COM		ION FROM	19. SLANT			
(if box 12 = 'INDIAN')			ommingling Applicati	ion) NO 📵	VERTICAL (DI	RECTIONAL 📗 H	ORIZONTAL 🔵	
20. LOCATION OF WELL	FO	OTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN	
LOCATION AT SURFACE	683 FS	L 1797 FEL	SWSE	27	9.0 S	24.0 E	S	
Top of Uppermost Producing Zone	683 FS	L 1797 FEL	SWSE	27	9.0 S	24.0 E	S	
At Total Depth	683 FS	L 1797 FEL	SWSE	27	9.0 S	24.0 E	S	
21. COUNTY UINTAH		22. DISTANCE TO N	EAREST LEASE LIN 683	E (Feet)	23. NUMBER OF A	CRES IN DRILLING 400	UNIT	
		25. DISTANCE TO NI (Applied For Drilling		AME POOL	26. PROPOSED DEPTH MD: 8000 TVD: 8000			
27. ELEVATION - GROUND LEVEL		28. BOND NUMBER	UTD 000101		29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE White River Permit #49-2286			
5638			UTB-000181		Willo	e River Fermit #49-2	200	
		АТ	TACHMENTS					
VERIFY THE FOLLOWING	ARE ATTACH	ED IN ACCORDANG	CE WITH THE UT	TAH OIL AND	GAS CONSERVAT	ION GENERAL RI	ULES	
WELL PLAT OR MAP PREPARED BY	LICENSED SUR	VEYOR OR ENGINEER	сом	PLETE DRILLING	G PLAN			
AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)				FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER				
DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)				GRAPHICAL MA	P			
NAME Russell H. Cox TITLE Operations Manager			-	PHONE 435	789-8580			
SIGNATURE DATE 10/22/2010				EMAIL russ	ell.cox@thurstonener	gy.com		
API NUMBER ASSIGNED 43047513280000	АРІ	PROVAL		Bol	agill			
P				Pern	nit Manager			

API Well No: 43047513280000 Received: 10/22/2010

	Proposed Hole, Casing, and Cement							
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)				
Prod	7.875	5.5	0	8000				
Pipe	Grade	Length	Weight					
	Grade N-80 LT&C	8000	36.0					

CONFIDENTIAL

API Well No: 43047513280000 Received: 10/22/2010

	Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)			
Surf	12.25	9.625	0	2000			
Pipe	Grade	Length	Weight				
	Grade J-55 ST&C	2000	36.0				

CONFIDENTIAL

Ten Point Plan

Thurston Energy Operating Company

Thurston 15-27-9-24

Surface Location SW 1/4 SE1/4

Section 27, T.9S. R24E.

1. Surface Formation

Green River

2. Estimated Formation Tops and Datum:

<u>Formation</u>		<u>Depth</u>	<u>Datum</u>
Green River		Surface	+5,638' G.L.
Bird's Nest	Water	1,600	+4,038'
Wasatch	Oil/Gas	3,888	+1,750'
Mesaverda	Oil/Gas	6,088	-450'
TD		8,000	-2,362

A 12 $\frac{1}{4}$ "hole will be drilled to 2,000' +/-. The hole depth will depend on the depth that the Birds Nest Zone is encountered. The hole will be drilled 400' beyond the top of the Birds Nest. All water and oil and gas baring zones shall be protected by casing and cement program.

3. Producing Formation Depth:

Formation objective includes the Wasatch, Mesaverde and its sub-members.

4. Proposed Casing:

<u>Hole Size</u>	Casing Size	<u>Weight/FT</u>	<u>Grade</u>	Coupling & Tread	Casing Depth	New/Used
12 ¼"	9 5/8"	36#	J-55	STC	2,000	New
7 7/8"	5 1/2"	17#	N-80	LTC	T.D.	New

Cement Program:

The Surface Casing will be cemented to the Surface as follows:

Note: Cement amounts shown with 50% excess.

Casing Depth Lead:	<u>Casing Size</u>	Cement Type	Cement Amounts	Cement Yield	Water Mix	Cement Weight
0-1,600'	9 5/8	Premium "5" 16% Gel 10 #/sk Gilsonite 3% Salt 3 #/sk GB3 0.25 #/sk Flocele	197 sks. +/-	3.82ft ³ /sk	23	11.0 ppg
Tail:						
1,600-2,000	9 5/8	Class "G" 2% Calcium Chlori 0.25 #/sk Flocele	159 sks. +/- ^{de}	1.18ft ³ /sk	5	15.6 ppg

Top Job:

9 5/8 Class "G" 10-200 sks. +/- 1.15ft³/sk 5 15.8 ppg

4% Calcium Chloride 0.25 #/sk Flocele

Production casing will be cemented to 1800' or higher as follows:

Note: Tail should be 200' above the Wasatch Note: Cement amounts shown with 25% excess.

<u>Casing Depth</u> Lead:	<u>Casing Size</u>	Cement Type	Cement Amounts	<u>Cement Yield</u>	Water Mix	Cement Weight
1,800-3,688'	5 ½	Premium Lite I 0.05 #/sk Static I 0.25 #/sk Cello F 5 #/sk KOL Seal 0.005 gps FP-6L 8% Gel 0.5% R-3 0.5% FL-52	Free Clake	3.38ft ³ /sk	20.52	11.0 ppg
Tail:						
3,688'-8,000	' 5 ½	Class "G" 0.05% Static Free 10% NACL 0.1% R-3 2% Gel	713 sks. +/-	1.31ft ³ /sk	5.91	14.3 ppg

5. BOP and Pressure Containment Data:

A 3000-psi WP BOP system as described in the BOP and Pressure Containment Data (attached) will be installed and maintained from the 9 5/8" surface casing. An upper Kelly cock to the required pressure rating with a handle available shall be employed.

The BOP system including the casing will be pressure tested to minimum standards set forth in "On Shore Order #2". The BOP will be mechanically checked daily during the drilling program.

6. Mud Program:

ud Weight (lbs./gal)	Viscosity (Sec./OT.)	Fluid Loss Ml/30 Min	s. <u>Mud Type</u>
r/Clear Water		No Control	Water/Gel
4-9.4	30-45	0 10	LSND vater based mud system
1		·/Clear Water	c/Clear Water No Control -9.4 30-45 8-10

Note: Mud weights may exceed 9.4 due to solids increasing at or near T.D. Increased weights are not required to control formation pressure. Operator will have on location sufficient mud and weight material to increase mud weight to 9.4 at any

time while drilling the subject well. Visual mud monitoring incorporating pit level indicators shall be used.

7. Testing, Coring, Sampling and Logging:

a) DST: None are anticipated

b) Coring: There is the possibility of sidewall coring.

c) Mud Sampling: Every 10' from 2000' to T.D.

d) Logging: Type Interval

DLL/SFL W/GR and SP T.D. to Surf. Csg FDC/CNL W/GR and CAL T.D. to Surf. Csg

8. Abnormalities (including sour gas):

Based on off set wells anticipated bottom hole pressure will be less than 3000 psi. No abnormal pressures, temperatures or other hazards are anticipated. Other wells drilled in the area have not encountered over pressured zones or H2S.

9. Other facets of the proposed operation:

Off Set Well information:

Temporarily Abandon Wells:

Cartwright #2

Abandon Wells:

Dirty Devil #22-27 Dirty Devil #U22-26A Bonanza #3

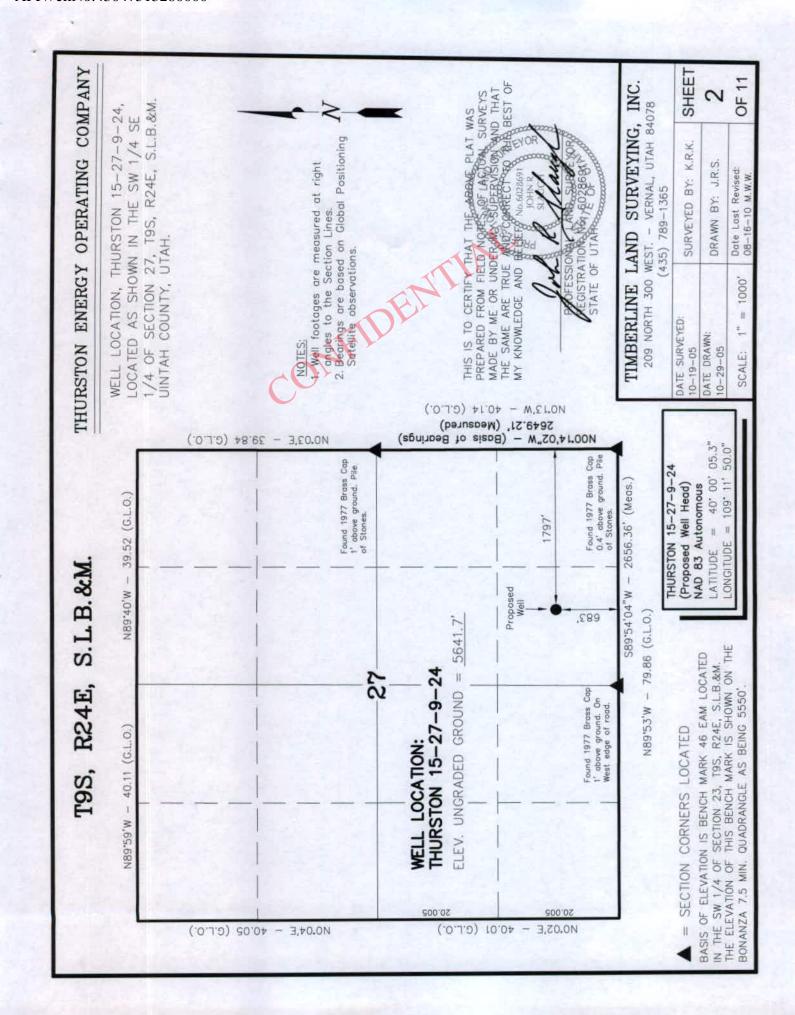
Dullaliza #5

Shut in Well:

Bonanza #2D-27

10. Drilling Schedule:

The anticipated starting date is ______. Duration of operations is expected to be 30 days.



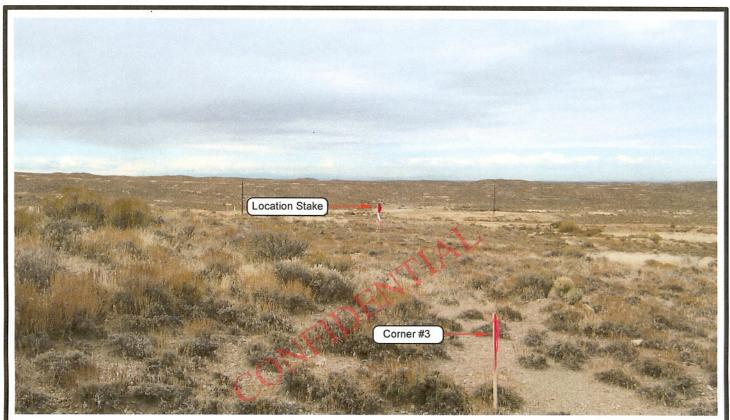


PHOTO VIEW: FROM CORNER #3 TO LOCATION STAKE

CAMERA ANGLE: WESTERLY



PHOTO VIEW: FROM BEGINNING OF PROPOSED ROAD

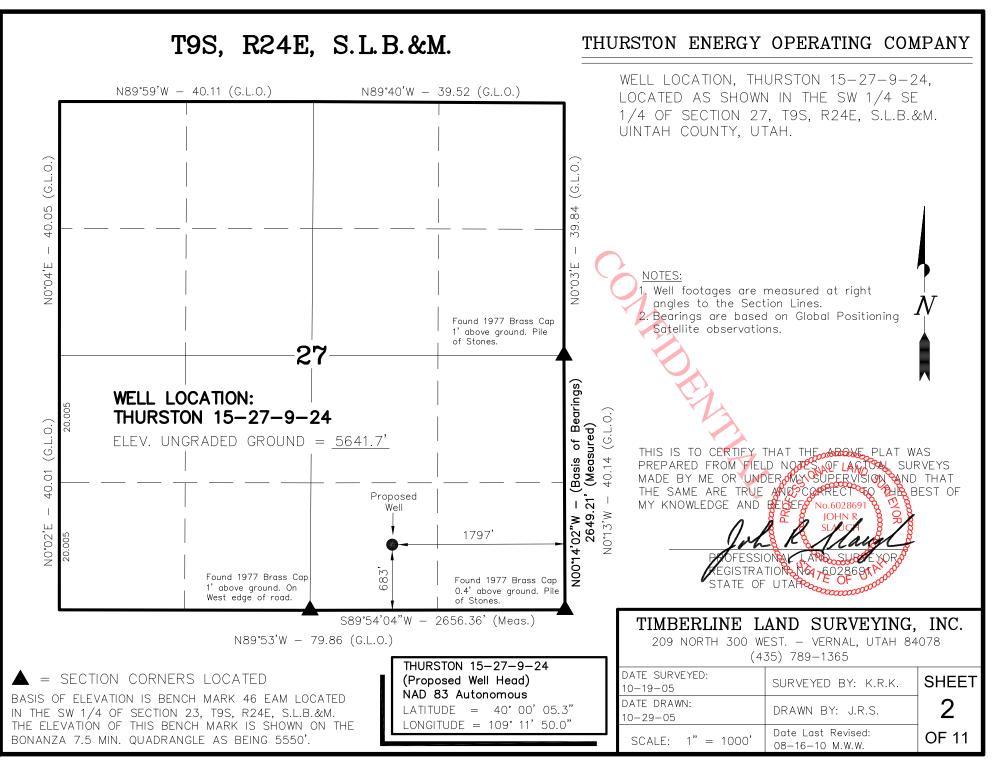
CAMERA ANGLE: SOUTHEASTERLY

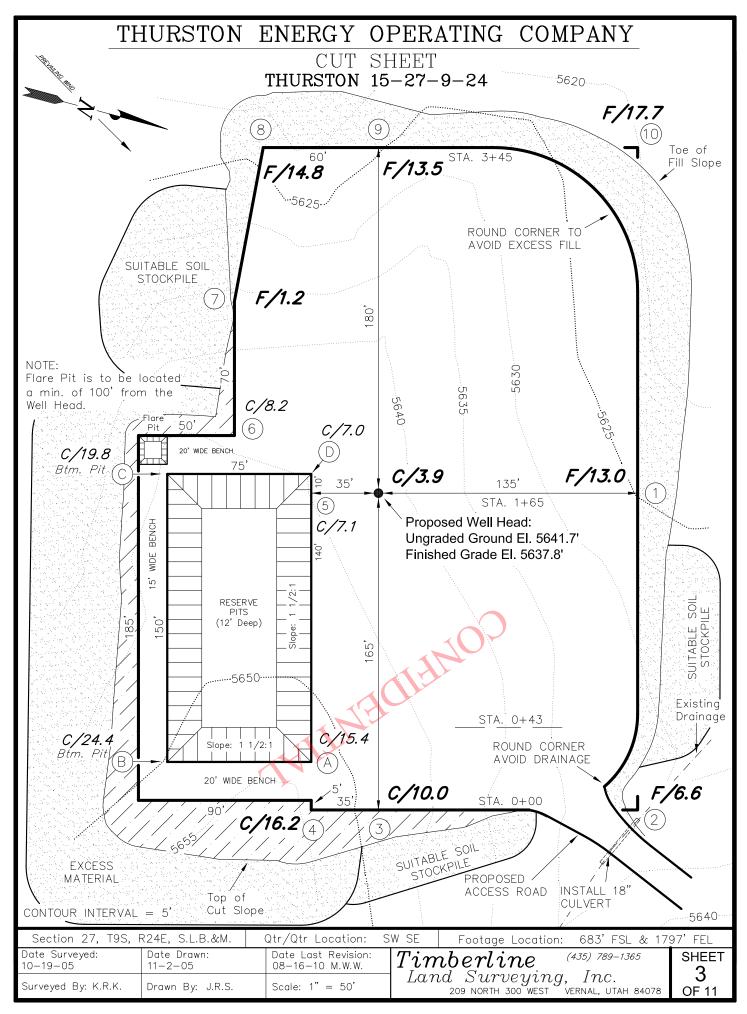
THURSTON ENERGY OPERATING COMPANY

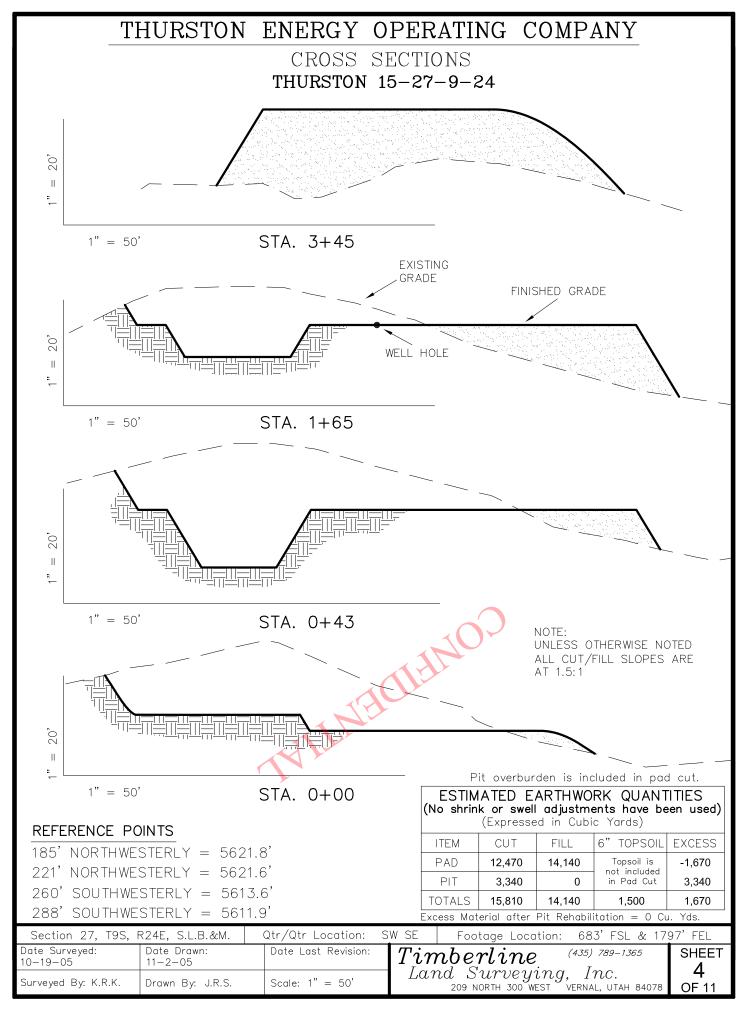
Thurston 15-27-9-24 SECTION 27, T9S, R24E, S.L.B.&M. 683' FSL & 1797' FEL

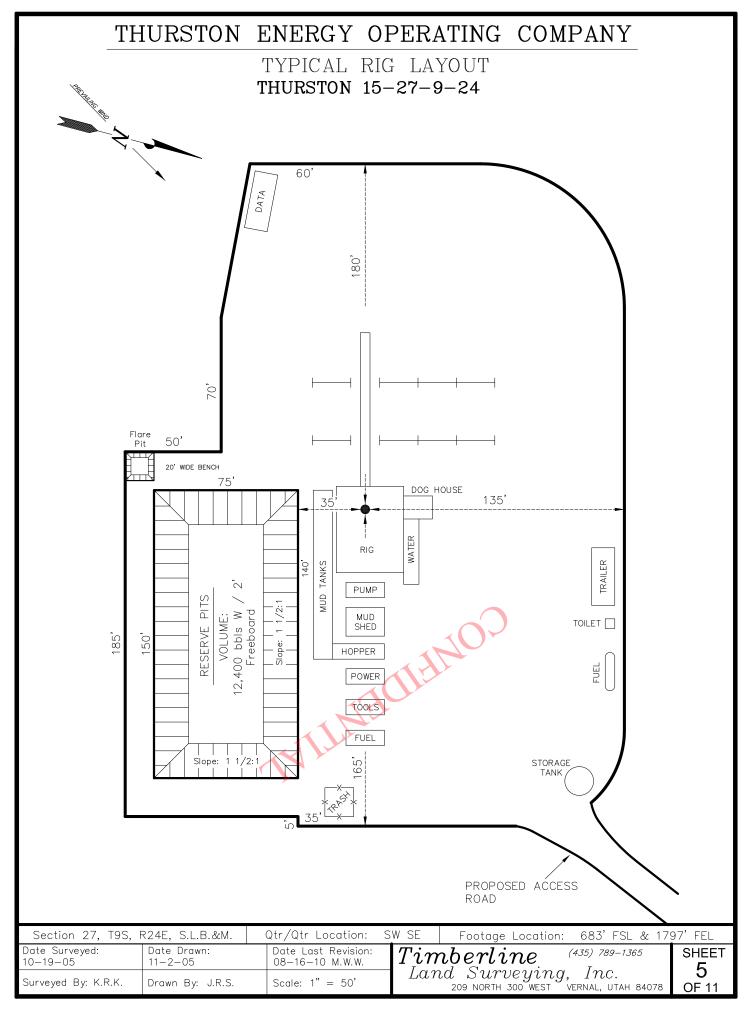
LOCATION	PHOTOS	DATE TAKEN: 10-19-05		
LOCATION	1110105	DATE DRAWN: 11-02-05		
TAKEN BY: K.R.K.	DRAWN BY: M.W.W.	REVISED: 08-16-10 M.W.W.		

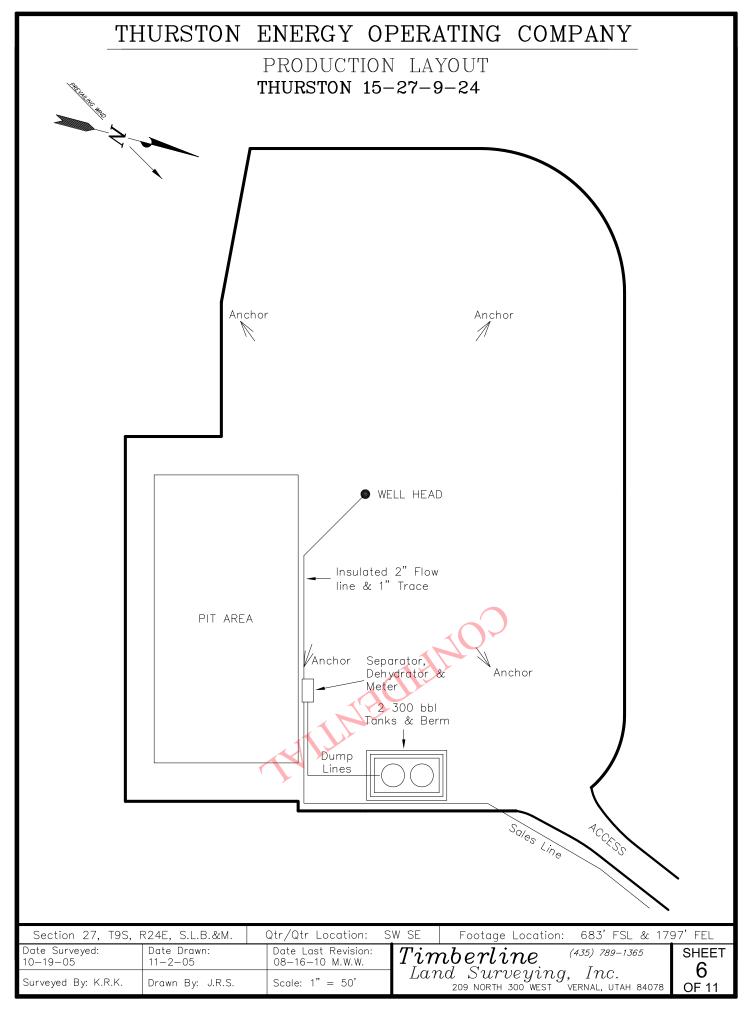
Timberline Land Surveying, Inc. 209 North 300 West Vernal, Utah 84078 (435) 789-1365 SHEET 1 OF 11

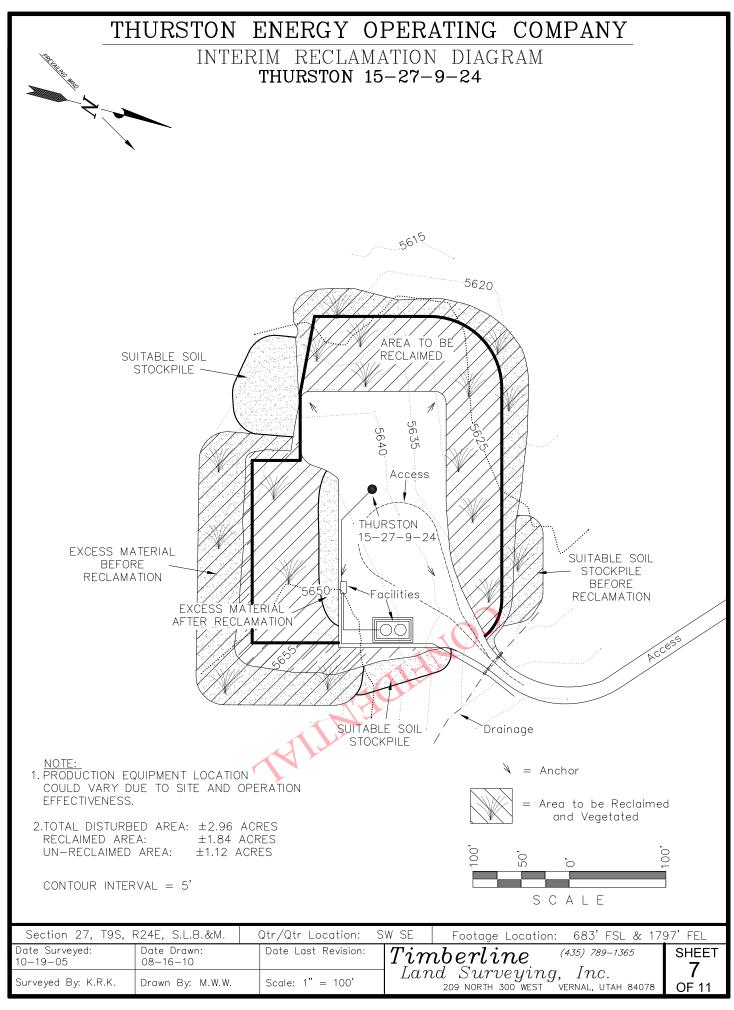


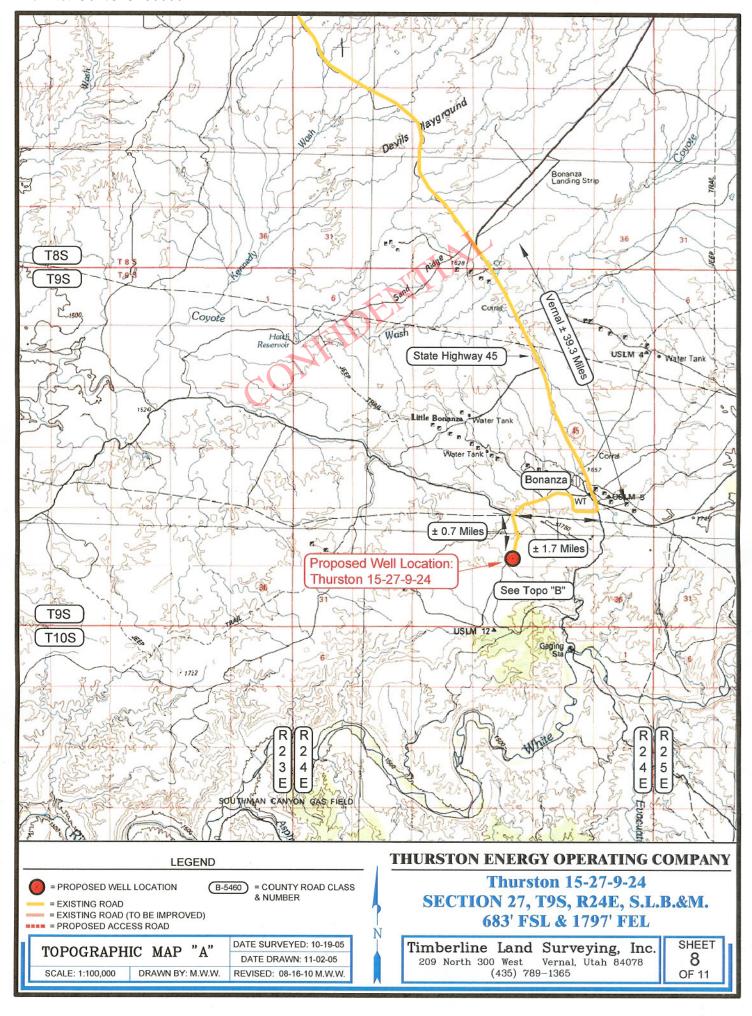


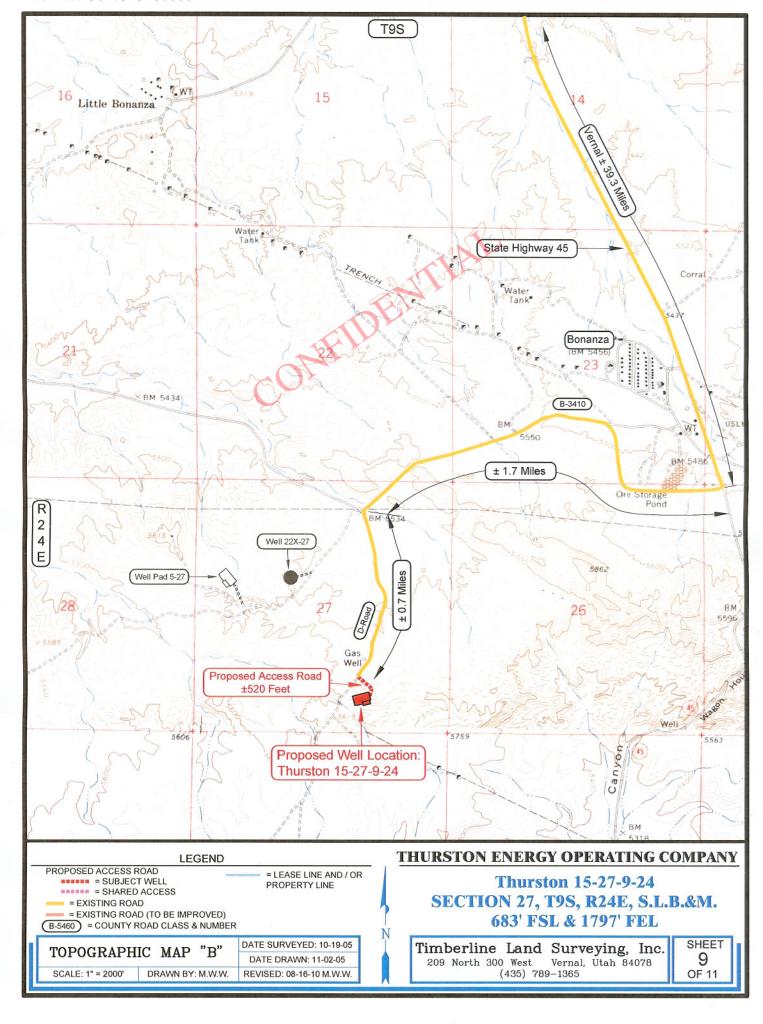


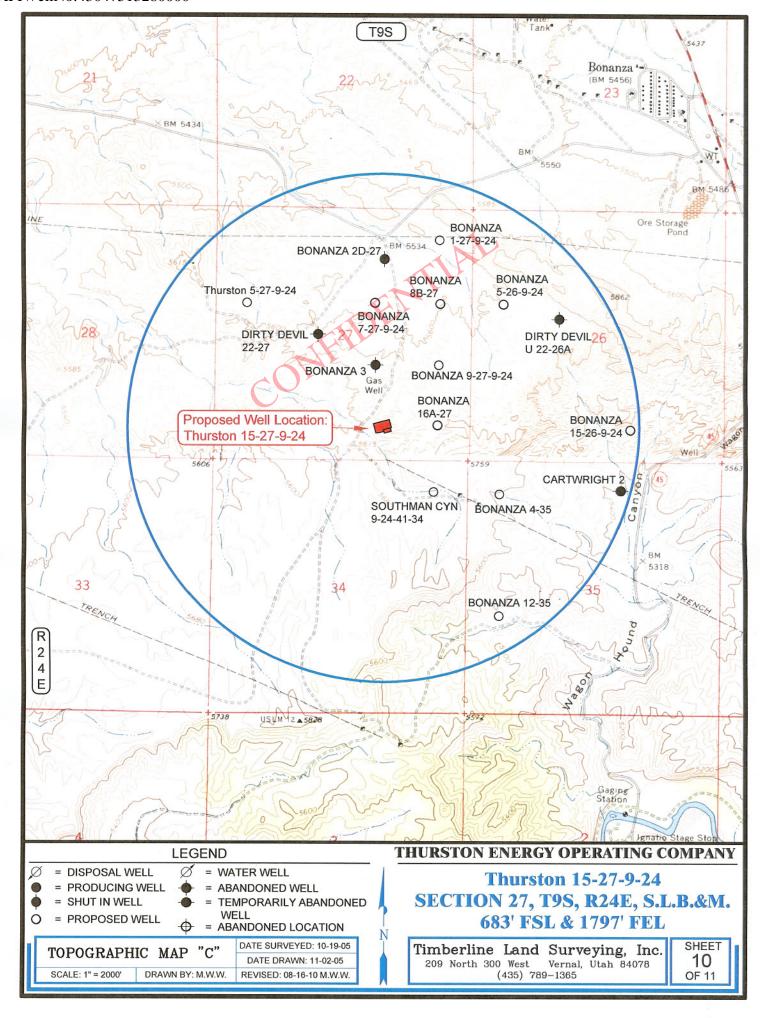


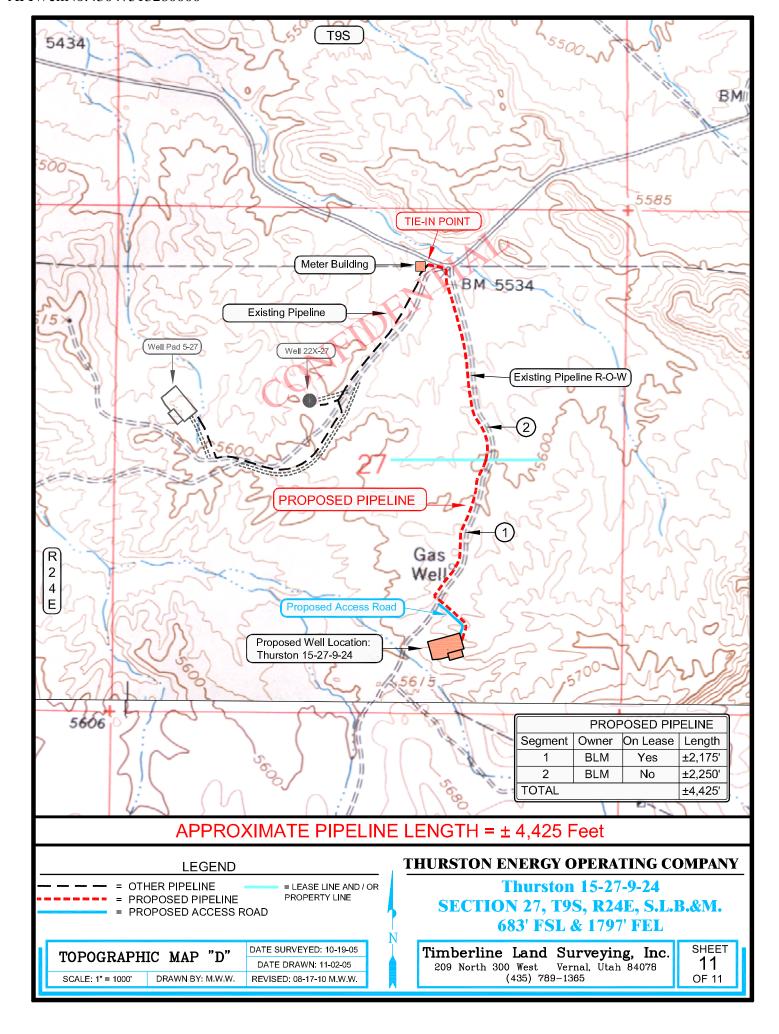








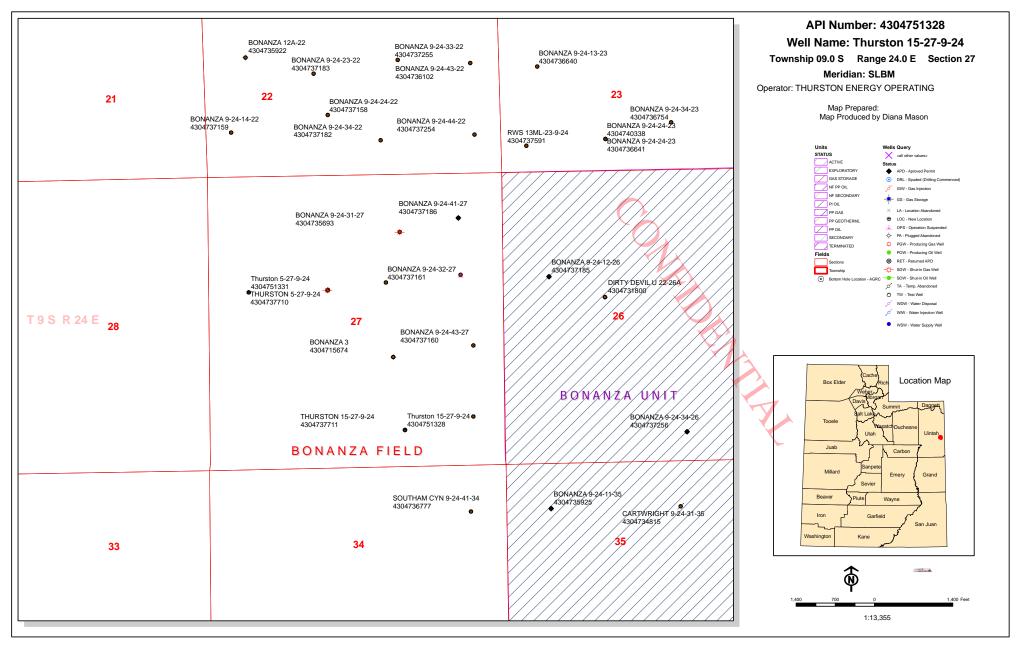




THURSTON ENERGY OPERATING COMPANY Thurston 15-27-9-24 Section 27, T9S, R24E, S.L.B.&M.

FROM THE INTERSECTION OF U.S. HIGHWAY 40 AND 500 EAST STREET IN VERNAL, UTAH; PROCEED IN AN EASTERLY THEN SOUTHERLY DIRECTION ALONG U.S. HIGHWAY 40 APPROXIMATELY 3.3 MILES TO THE JUNCTION OF STATE HIGHWAY 45; EXIT RIGHT AND PROCEED IN A SOUTHERLY DIRECTION ALONG STATE HIGHWAY 45 APPROXIMATELY 36 MILES TO THE JUNCTION OF COUNTY B ROAD 3410 (THIS ROAD IS LOCATED APPROXIMATELY 0.5 MILES SOUTH OF BONANZA, UTAH). EXIT RIGHT AND PROCEED IN A WESTERLY DIRECTION ALONG COUNTY B ROAD 3410 APPROXIMATELY 1.7 MILES TO THE JUNCTION OF A COUNTY D ROAD. EXIT LEFT AND PROCEED IN A SOUTHERLY DIRECTION ALONG THE COUNTY D ROAD APPROXIMATELY 0.7 MILES TO THE PROPOSED ACCESS ROAD. FOLLOW ROAD FLAGS IN A SOUTHEASTERLY DIRECTION APPROXIMATELY 520 FEET TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 41.8 MILES.



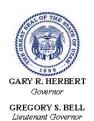
WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 10/22/2010 **API NO. ASSIGNED:** 43047513280000 WELL NAME: Thurston 15-27-9-24 **OPERATOR:** THURSTON ENERGY OPERATING (N2790) **PHONE NUMBER:** 435 789-8580 **CONTACT:** Russell H. Cox PROPOSED LOCATION: SWSE 27 090S 240E Permit Tech Review: **SURFACE:** 0683 FSL 1797 FEL **Engineering Review: BOTTOM:** 0683 FSL 1797 FEL Geology Review: **COUNTY: UINTAH LATITUDE:** 40.00150 **LONGITUDE:** -109.19645 **UTM SURF EASTINGS: 653956.00** NORTHINGS: 4429272.00 FIELD NAME: BONANZA LEASE TYPE: 1 - Federal LEASE NUMBER: SL-0717250 C PROPOSED PRODUCING FORMATION(S): WASATCH-MESA VERDE SURFACE OWNER: 1 - Federal **COALBED METHANE: NO RECEIVED AND/OR REVIEWED: LOCATION AND SITING:** PLAT R649-2-3. Bond: FEDERAL - UTB-000181 Unit: **Potash** R649-3-2. General Oil Shale 190-5 Oil Shale 190-3 R649-3-3. Exception Oil Shale 190-13 ✓ Drilling Unit **Water Permit:** White River Permit #49-2286 Board Cause No: Cause 179-15 **RDCC Review:** Effective Date: 7/17/2008 Siting: 460' Fr Exterior Lease Boundary **Fee Surface Agreement Intent to Commingle** R649-3-11. Directional Drill **Commingling Approved** Presite Completed **Comments:**

Stipulations:

4 - Federal Approval - dmason

API Well No: 43047513280000



State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: Thurston 15-27-9-24 **API Well Number:** 43047513280000

Lease Number: SL-0717250 C **Surface Owner:** FEDERAL **Approval Date:** 11/1/2010

Issued to:

THURSTON ENERGY OPERATING, 365 W. 50 N. Ste W-8, Vernal, UT 84078

Authority:

Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 179-15. The expected producing formation or pool is the WASATCH-MESA VERDE Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

• Within 24 hours following the spudding of the well – contact Carol Daniels at 801-538-5284 (please leave a voicemail message if not available)
OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at https://oilgas.ogm.utah.gov

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) due within 5 days of spudding the well
- Monthly Status Report (Form 9) due by 5th day of the following calendar month

API Well No: 43047513280000

- Requests to Change Plans (Form 9) due prior to implementation
- Written Notice of Emergency Changes (Form 9) due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) due prior to implementation
- Report of Water Encountered (Form 7) due within 30 days after completion
- Well Completion Report (Form 8) due within 30 days after completion or plugging

Approved By:

For John Rogers Associate Director, Oil & Gas

Form 3160-3 (August 2007)

JUN 15 2011 UCH 20 2010

UNITED STATES BLMVERNAL, UTAH

OMB No. 1004-0137 Expires July 31, 2010 5. Lease Serial No.

FORM APPROVED

BUREAU OF LAND MAN	SL-071725 C				
APPLICATION FOR PERMIT TO				6. If Indian, Allotee	or Tribe Name
la. Type of work: DRILL REENT	la. Type of work: ✓ DRILL REENTER				
lb. Type of Well: Oil Well Gas Well Other	8. Lease Name and Thurston 15-27-9-				
2. Name of Operator Thurston Energy Operating Company				9. API Well No. 43-04	7-51328
3a. Address 365 West 50 North Suite W-8 Vernal, Ut 84078	3b. Phone No 435-789-8). (înclude area code) 580		10. Field and Pool, or Undesignated	Exploratory
4. Location of Well (Report location clearly and in accordance with at	ny State requiren	nents.*)		11. Sec., T. R. M. or I	Blk. and Survey or Area
At surface 683' FSL & 1,797' FEL SWSE				Sec. 27, T9S, R24	Æ
At proposed prod. zone same as above					
 Distance in miles and direction from nearest town or post office* 41.8 miles south of Vernal, UT 				12. County or Parish Uintah	13. State UT
15. Distance from proposed* 683' location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any)	16. No. of a 400	acres in lease	17. Spacin 40	g Unit dedicated to this	well
 Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 	19. Propose 8,000			M/BIA Bond No. on file 000181	
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 5,638' GR	1	2 Approximate date work will start* 03/11/2011		23. Estimated duration 30 days	
	24. Atta	chments			-
The following, completed in accordance with the requirements of Onsho	re Oil and Gas	Order No.1, must be a	ttached to th	is form:	-
 Well plat certified by a registered surveyor. A Drilling Plan. A Surface Use Plan (if the location is on National Forest System 	Lands, the	Item 20 above). 5. Operator certific	cation	·	n existing bond on file (see
SUPO must be filed with the appropriate Forest Service Office).		BLM.	specific into	ormation and/or plans a	s may be required by the
25. Signature		Name (Printed/Typed) William A. Ryan			Date 10/13/2010
Title Agent	•				
Approved by (Signature)	Name	(Printed/Typed) Jerry K	encz	ka	Dat AUG 1 1 201
Title Lands & Mineral Resources	Office	VER	NAL FI	ELD OFFICE	
Application approval does not warrant or certify that the applicant hold conduct operations thereon. Conditions of approval, if any, are attached. CONDITIONS		table title to those righ		ject lease which would	entitle the applicant to
Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a c States any false, fictitious or fraudulent statements or representations as	rime for any p to any matter v	erson knowingly and vithin its jurisdiction.	villfully to n	nake to any department	or agency of the United

(Continued on page 2)

*(Instructions on page 2)

RECEIVED

AUG 1 8 2011

DIV. OF OIL, GAS & MINING

NOTICE OF APPROVAL



NOS 3/18/2010 105×50204A



UNITED STATES DEPARTMENT OF THE INTERIOR **BUREAU OF LAND MANAGEMENT VERNAL FIELD OFFICE**

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Well No:

Thurston Energy Operating Company Location:

Thurston 15-27-9-24

API No:

170 South 500 East

43-047-51328

Lease No: Agreement: SWSE, Sec. 27, T9S, R24E

UTSL-071725C

N/A

OFFICE NUMBER:

(435) 781-4400

OFFICE FAX NUMBER:

(435) 781-3420

A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR FIELD REPRESENTATIVE TO INSURE COMPLIANCE

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.

NOTIFICATION REQUIREMENTS

Location Construction (Notify Environmental Scientist)	-	Forty-Eight (48) hours prior to construction of location and access roads.
Location Completion (Notify Environmental Scientist)	-	Prior to moving on the drilling rig.
Spud Notice (Notify Petroleum Engineer)	-	Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to running casing and cementing all casing strings to: ut vn opreport@blm.gov.
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify Petroleum Engineer)	_	Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

Page 2 of 8 Well: Thurston 15-27-9-24 8/11/2011

SURFACE USE PROGRAM CONDITIONS OF APPROVAL (COAs)

- All new and replacement internal combustion gas field engines of less than or equal to 300 designrated horsepower must not emit more than 2 gms of NO_x per horsepower-hour. This requirement does not apply to gas field engines of less than or equal to 40 design-rated horsepower.
- All and replacement internal combustion gas field engines of greater than 300 design rated horsepower must not emit more than 1.0 gms of NO_x per horsepower-hour.
- If there is an active Gilsonite mining operation within 2 miles of the well location, operator shall notify the Gilsonite operator at least 48 hours prior to any blasting during construction.
- If paleontological materials are uncovered during construction, the operator is to immediately stop
 work and contact the Authorized Officer (AO). A determination will be made by the AO as to what
 mitigation may be necessary for the discovered paleontologic material before construction can
 continue.
- Construction and drilling activities are not allowed from January 1 August 31 to minimize impacts during golden eagle nesting. This timing limitation only applies to Section 19, T9S, and R24E.
- If it is anticipated that construction and drilling activities will occur during any of the given timing
 restrictions, a BLM or qualified biologist shall be notified so surveys can be conducted. Depending
 upon the results of the surveys, permission to proceed may or may not be granted by the
 Authorized Officer.
- See mitigation / applicant committed design features in EA-0317 for more specifics on conditions of approval for potential air quality impacts
- All production tanks except on the 7-9-9-24 location will be placed towards the front of the well pad
 to maximize interim reclamation, and lessen the potential long term impacts that could occur to soils
 and vegetation.
- Topsoil shall be wrapped around corner #10 for the 5-27-9-24 location as discussed on the onsite 6/30/2010.
- All access roads shall be built to BLM standards. The crown and ditch method is the standard
 which helps control runoff from increasing potential erosion rates to the road surfaces. This will
 also help divert any seasonal flows off the road into vegetated areas to increase the chance for
 reclamation success on road disturbance areas that should be reseeded after construction has
 ceased, preferably in the fall before ground freeze.
- All production equipment will be painted Covert Green to help blend in with surrounding vegetation.
- On all locations a permanent reference point must be established prior to any reclamation activities.
 This reference point helps to establish the criteria for successful reclamation based on the Green River District Reclamation Guidelines.
- A dike/berm will be constructed completely around those production facilities which contain fluids (i.e., production tanks, produced water tanks, and/or heater-treater). It will be constructed of

Page 3 of 8 Well: Thurston 15-27-9-24 8/11/2011

compacted subsoil, be impervious, hold 110% of the capacity of the largest tank, and be independent of the back cut.

- The reserve pit will be fenced on three sides during drilling operations and on the fourth side when the rig moves off location. It will be fenced, and the fence maintained, until the pit undergoes reclamation efforts.
- To insure impermeability, the reserve pit will be lined with a 16 ml or greater liner and felt prior to spudding.
- Reserve pits will be closed as soon as possible, but no later than 180 days from time of drilling/well
 completion, unless the BLM Authorized Officer gives an extension. Pits must be dry of fluids or they
 must be removed via vac-truck or other environmentally acceptable method prior to backfilling, recontouring and replacement of topsoil. Mud and cuttings left in pit must be buried at least 3-feet
 below re-contoured grade. The operator will be responsible for re-contouring any subsidence areas
 that develop.
- Any hydrocarbons in the reserve pit will be removed immediately upon well completion; in accordance with 43 CFR 3162.7-1. Pits must be free of oil and other liquid and solid wastes prior to filling.
- The road surface and shoulders will be kept in a safe and usable condition and will be maintained in accordance with the original construction standards. All drainage ditches will be kept clear. The existing access road surface and pad area will be kept free of trash during all operations. All traffic will be confined to the approved disturbed surface area.
- The operator will control noxious weeds and invasive plants along corridors for roads, pipelines, well sites, or other applicable facilities, through a Pesticide Use Permit (PUP).
- An Interim Surface Reclamation Plan for surface disturbance on the well pad, access road, and
 pipeline has been completed and will be followed for reclamation of the surface. At a minimum, this
 will include the Best Management Practice of the reshaping of the pad to the original contour to the
 extent possible; the re-spreading of the top soil up to the rig anchor points; and, reseeding the
 unused area using appropriate reclamation methods (Thurston's reclamation plan).

Page 4 of 8 Well: Thurston 15-27-9-24 8/11/2011

The interim/final seed mix for reclamation will be:

Table 2.3.5 Interim/Final Reclamation Seed Mixture

Common name	Latin name	lbs/acre	Recommended seed planting depth
Squirreltail grass	Elymus elymoides	3.0	1/4 - 1/2"
Siberian Wheatgrass	Agropyron fragile	2.0	1/2"
Needle and Thread	Stipa comata	3.0	1/2"
Bluebunch Wheatgrass	Pseudoroegneria spicata	3.0	1/2"
Shadscale	Atriplex confertifolia	0.50	1/2"
Gardner's saltbush	Atriplex gardneri	0.50	1/2"
Scarlet globemallow	Sphaeralcea coccinea	0.10	1⁄8□−1⁄4"

- All pounds are pure live seed.
- All seed and mulch will be certified weed free.
- Rates are set for drill seeding; double rate if broadcasting.
- Following well plugging and abandonment, the location, access roads, pipelines, and other facilities shall be fully reclaimed. All disturbed surfaces shall be reshaped to approximate the original contour; the top soil re-spread over the surface; and, the surface re-vegetated. The surface of approved staging areas where construction activities did not occur may require disking or ripping and reseeding. In order the Final Abandonment Notice to be approved Thurston must meet the requirement for successful reclamation as outlined in the Green River District Reclamation Guidelines.

Page 5 of 8 Well: Thurston 15-27-9-24

8/11/2011

DOWNHOLE PROGRAM CONDITIONS OF APPROVAL (COAs)

SITE SPECIFIC DOWNHOLE COAs:

- Gamma Ray Log shall be run from Total Depth to Surface.
- Cement for the production casing must be brought 200 feet above the surface casing shoe.

Variances Granted

Air Drilling:

- Properly lubricated and maintained rotating head. Variance granted to use a properly maintained and lubricated diverter bowl in place of a rotating head.
- Blooie line discharge 100 feet from the well bore. Variance granted for blooie line discharge to be 45 feet from the well bore.
- Compressors located in the opposite direction from the blooie line, a minimum of 100 feet from the well bore. Variance granted for truck/trailer mounted air compressors located within 45 feet of the well.
- In lieu of mud products on location for a "kill medium", water will be pulled from the reserve pit and used as a kill fluid.
- Automatic igniter. Variance granted due to lack of productive formations in the interval for the surface sassing.
- FIT test. Variance granted due to well-known geology and problems that can occur with the FIT test.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order

Page 6 of 8 Well: Thurston 15-27-9-24 8/11/2011

No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and <u>NOT</u> by the rig pumps. Test shall be reported in the driller's log.

- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- Cement baskets shall not be run on surface casing.
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is
 encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal
 Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.
- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM,
 Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

Page 7 of 8 Well: Thurston 15-27-9-24 8/11/2011

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- Should the well be successfully completed for production, the BLM Vernal Field office must be
 notified when it is placed in a producing status. Such notification will be by written communication
 and must be received in this office by not later than the fifth business day following the date on
 which the well is placed on production. The notification shall provide, as a minimum, the following
 informational items:
 - o Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - o Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs.

Page 8 of 8 Well: Thurston 15-27-9-24 8/11/2011

core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering
 lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a
 suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be
 obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover
 equipment shall be removed from a well to be placed in a suspended status without prior approval
 of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior
 approval of the BLM Vernal Field Office shall be obtained and notification given before resumption
 of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.